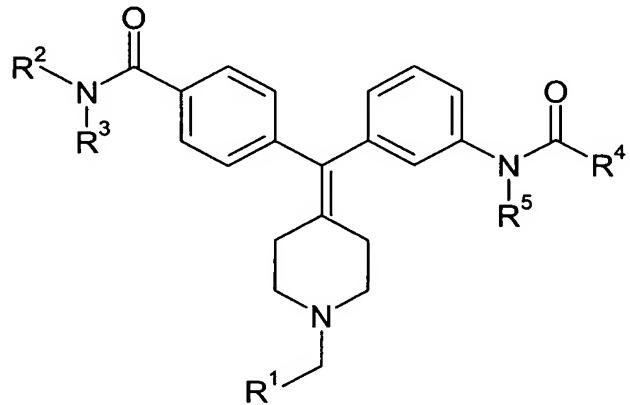


**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (original) A compound of formula I, a pharmaceutically acceptable salt thereof, diastereomers, enantiomers, or mixtures thereof:



I

wherein

R¹ is selected from C<sub>6-10</sub>aryl and C<sub>2-6</sub>heteroaryl, wherein said C<sub>6-10</sub>aryl and C<sub>2-6</sub>heteroaryl are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, a hydrogen or C<sub>1-6</sub>alkyl; and

R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup> and R<sup>5</sup> are, independently, selected from hydrogen, C<sub>1-6</sub>alkyl, and C<sub>3-6</sub>cycloalkyl, wherein said C<sub>1-6</sub>alkyl and C<sub>3-6</sub>cycloalkyl are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, a hydrogen or C<sub>1-6</sub>alkyl.

2. (original) A compound according to claim 1,

wherein R¹ is selected from phenyl; pyridyl; thieryl; furyl; imidazolyl; triazolyl; pyrrolyl; thiazolyl; and N-oxido-pyridyl, wherein R¹ is optionally

substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub> alkoxy, chloro, fluoro, bromo, and iodo;

R<sup>2</sup>, R<sup>3</sup>, and R<sup>4</sup> are, independently, C<sub>1-3</sub>alkyl or halogenated C<sub>1-3</sub>alkyl;

R<sup>5</sup> is selected from hydrogen, C<sub>1-6</sub>alkyl, and C<sub>3-6</sub>cycloalkyl, wherein said C<sub>1-6</sub>alkyl and C<sub>3-6</sub>cycloalkyl are optionally substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub> alkoxy, chloro, fluoro, bromo, and iodo.

3. (original) A compound according to claim 1,

wherein R<sup>1</sup> is selected from phenyl; pyridyl; thienyl; furyl; imidazolyl; pyrrolyl; and thiazolyl, wherein R<sup>1</sup> is optionally substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub> alkoxy, chloro, fluoro, bromo, and iodo;

R<sup>2</sup>, R<sup>3</sup>, and R<sup>4</sup> are, independently, C<sub>1-3</sub>alkyl or halogenated C<sub>1-3</sub>alkyl; and

R<sup>5</sup> is hydrogen.

4. (original) A compound according to claim 1,

wherein R<sup>1</sup> is selected from phenyl, pyridyl, thienyl, furyl, imidazolyl, pyrrolyl, and thiazolyl;

R<sup>2</sup> and R<sup>3</sup> are ethyl;

R<sup>4</sup> is C<sub>1-3</sub>alkyl; and

R<sup>5</sup> is hydrogen.

5. (original) A compound according to claim 1, wherein the compound is selected from:

4-{{[3-(acetylamino)phenyl][1-(thien-2-ylmethyl)piperidin-4-ylidene]methyl}-N,N-diethylbenzamide;

4-{{[3-(acetylamino)phenyl][1-(2-furylmethyl)piperidin-4-ylidene]methyl}-N,N-diethylbenzamide;

4-[[3-(acetylamino)phenyl][1-(phenylmethyl)-4-piperidinylidene]methyl]-N,N-diethyl-benzamide;

4-[[3-(acetylamino)phenyl][1-(3-thienylmethyl)-4-piperidinylidene]methyl]-N,N-diethyl-benzamide;

4-[[3-(acetylamino)phenyl][1-(3-pyridinylmethyl)-4-piperidinylidene]methyl]-N,N-diethyl-benzamide;  
4-[[3-(acetylamino)phenyl][1-(4-pyridinylmethyl)-4-piperidinylidene]methyl]-N,N-diethyl-benzamide;  
4-{{[3-(acetylamino)phenyl][1-(pyridin-2-ylmethyl)piperidin-4-ylidene]methyl}-N,N-diethylbenzamide;  
4-{{[3-(acetylamino)phenyl][1-(1,3-thiazol-4-ylmethyl)piperidin-4-ylidene]methyl}-N,N-diethylbenzamide;  
4-{{[3-(acetylamino)phenyl][1-(1,3-thiazol-5-ylmethyl)piperidin-4-ylidene]methyl}-N,N-diethylbenzamide; and pharmaceutically acceptable salts thereof.

6. (cancelled)

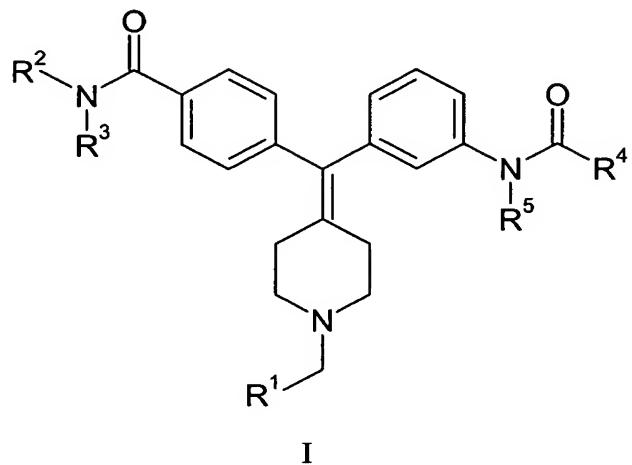
7. (currently amended) ~~The use of a compound according to any one of claims 1–5 in the manufacture of a medicament~~A method for the therapy of pain, anxiety or functional gastrointestinal disorders comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 1.

8. (currently amended) A pharmaceutical composition comprising a compound according to ~~any one of claims 1–5~~ claim 1 and a pharmaceutically acceptable carrier.

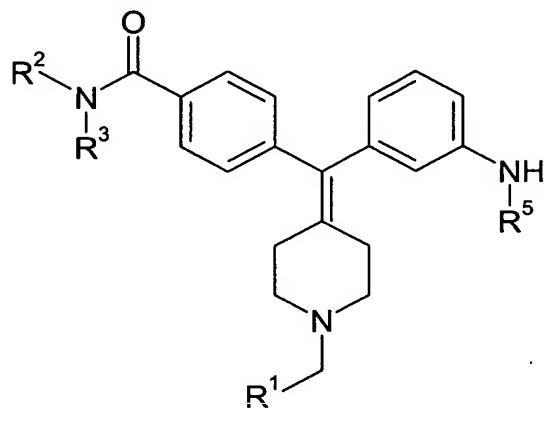
9. (currently amended) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to ~~any one of claims 1–5~~ claim 1.

10. (currently amended) A method for the therapy of functional gastrointestinal disorders in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to ~~any one of claims 1–5~~ claim 1.

11. (original) A process for preparing a compound of formula I, comprising:



reacting a compound of formula II with X-C(=O)-R⁴ or R⁴C(=O)-OC(=O)R⁴:



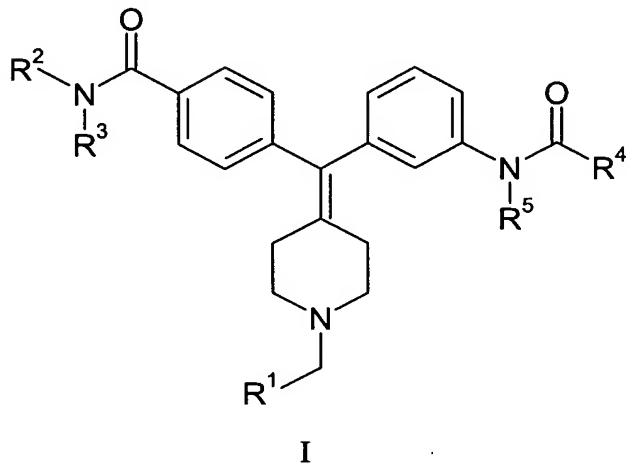
wherein

R¹ is selected from C<sub>6-10</sub>aryl and C<sub>2-6</sub>heteroaryl, wherein said C<sub>6-10</sub>aryl and C<sub>2-6</sub>heteroaryl are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -C(=O)OR, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, a hydrogen or C<sub>1-6</sub>alkyl;

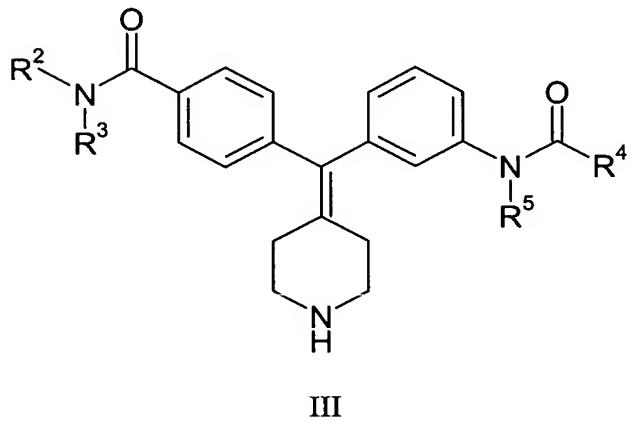
R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup> and R<sup>5</sup> are, independently, selected from hydrogen, C<sub>1-6</sub>alkyl, and C<sub>3-6</sub>cycloalkyl, wherein said C<sub>1-6</sub>alkyl and C<sub>3-6</sub>cycloalkyl are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, a hydrogen or C<sub>1-6</sub>alkyl; and

X is Cl, Br or I.

12. (original) A process for preparing a compound of formula I, comprising:



reacting a compound of formula III with R<sup>1</sup>-CHO or R<sup>1</sup>-CH<sub>2</sub>X:



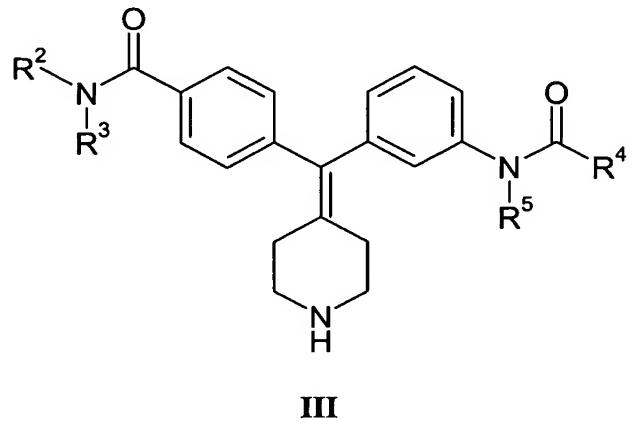
wherein

R<sup>1</sup> is selected from C<sub>6-10</sub>aryl and C<sub>2-6</sub>heteroaryl, wherein said C<sub>6-10</sub>aryl and C<sub>2-6</sub>heteroaryl are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -C(=O)OR, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, a hydrogen or C<sub>1-6</sub>alkyl;

R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup> and R<sup>5</sup> are, independently, selected from hydrogen, C<sub>1-6</sub>alkyl, and C<sub>3-6</sub>cycloalkyl, wherein said C<sub>1-6</sub>alkyl and C<sub>3-6</sub>cycloalkyl are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, a hydrogen or C<sub>1-6</sub>alkyl; and

X is Cl, Br or I.

13. (original) A compound of formula III:



wherein

R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup> and R<sup>5</sup> are, independently, selected from hydrogen, C<sub>1-6</sub>alkyl, and C<sub>3-6</sub>cycloalkyl, wherein said C<sub>1-6</sub>alkyl and C<sub>3-6</sub>cycloalkyl are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, a hydrogen or C<sub>1-6</sub>alkyl.

14. (new) A method for the therapy of pain, anxiety or functional gastrointestinal disorders comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 2.

15. (new) A method for the therapy of pain, anxiety or functional gastrointestinal disorders comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 3.

16. (new) A method for the therapy of anxiety comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 1.

17. (new) A method for the therapy of anxiety comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 2.

18. (new) A method for the therapy of anxiety comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 3.

19. (new) A pharmaceutical composition comprising a compound according to claim 2 and a pharmaceutically acceptable carrier.

20. (new) A pharmaceutical composition comprising a compound according to claim 3 and a pharmaceutically acceptable carrier.